

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
	:	Chapter 11
<i>In re:</i>	:	
	:	Case No. 24- 12480 (LSS)
FRANCHISE GROUP, INC., et al.,¹	:	
	:	Jointly Administered
	:	
Debtors.	:	Re: Docket Nos. 1031

**FEE EXAMINER’S FINAL REPORT REGARDING
COMBINED MONTHLY FEE APPLICATION REQUEST OF
KROLL RESTRUCTURING ADMINISTRATION LLC**

Direct Fee Review LLC (“DFR”), appointed and employed as the Fee Examiner in the above-captioned bankruptcy proceedings and acting in its capacity regarding the Combined Monthly Fee Application Request of Kroll Restructuring Administration LLC (the “Firm”) for compensation for services rendered and reimbursement of expenses as Administrative Advisor to the Debtors for the compensation period from November 3, 2024 through January 31, 2025 (“Fee

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260), Franchise Group Newco BHF, LLC (4123), Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 109 Innovation Court, Suite J, Delaware, Ohio 43015.

Application”) seeking approval of fees in the amount of \$17,494.80 and the reimbursement of expenses in the amount of \$0.00, submits its final report.

BACKGROUND

1. In performance of audit procedures and in preparation of this report designed to quantify and present factual data relevant to the requested fees, disbursements and expenses contained herein, DFR reviewed the monthly fee statements and the Applications, including each of the billing and expense entries listed in the exhibits to the monthly statements, for compliance with 11 U.S.C. § 330, Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware, as amended February 1, 2025 (“Local Rules”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, issued June 11, 2013 (“Guidelines”).
2. DFR did not prepare informal memos related to monthly fee applications of the Firm. We have included our questions and issues in this report. We have included all responses and any recommended resolutions in this final report.

DISCUSSION

3. For the compensation period of November 3, 2024 through January 31, 2025 the Firm submitted monthly fee applications in the amount of \$17,494.80 as actual, reasonable and necessary fees and for expense reimbursement of \$0.00. We noted that for the Fee Application period, no amount was disclosed as related to fee application preparation.

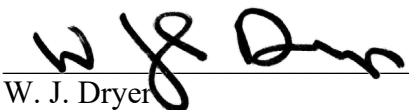
4. Our review and procedures applied to the monthly fee statements and the applications, including each of the billing entries listed in the exhibits to the monthly statements did not disclose any other material issues or questions.

CONCLUSION

5. Regarding the application and the fees and expenses discussed in the previous sections, DFR submits its final report for the Combined Monthly Fee Application Request of Kroll Restructuring Administration LLC for compensation for services rendered and reimbursement of expenses as Administrative Advisor to the Debtors for the compensation period from November 3, 2024 through January 31, 2025 and we recommend the approval of the fees of \$17,494.80 and reimbursement of expenses in the amount of \$0.00.

Respectfully submitted,

DIRECT FEE REVIEW LLC
FEE EXAMINER

By: 
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